

SEC



17008406

**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III**

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Section

FACING PAGE

**Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING 01/01/2016 AND ENDING 12/31/2016  
406 MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: **ROSS SECURITIES CORPORATION**

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

**424 MADISON AVENUE, 14TH FLOOR**

(No. and Street)

**NEW YORK****NY****10017**

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

**NORMAN E. ROSS****212-582-2524**

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

**ADEPTUS PARTNERS, LLC**

(Name - if individual, state last, first, middle name)

**6 EAST 45TH STREET, 10TH FLOOR****NEW YORK****NY****10017**

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

☒  
☐  
☐

Certified Public Accountant

Public Accountant

Accountant not resident in United States or any of its possessions.

**FOR OFFICIAL USE ONLY**

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

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## OATH OR AFFIRMATION

I, NORMAN E ROSS, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of ROSS SECURITIES CORPORATION, as of DECEMBER 31, 2016, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

\_\_\_\_\_


\_\_\_\_\_

\_\_\_\_\_

  
Signature

PRESIDENT

Title

  
Notary Public

HYEKYUNG C. CARRERO  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01CA6075875  
My Commission Expires September 02, 2018

This report \*\* contains (check all applicable boxes):

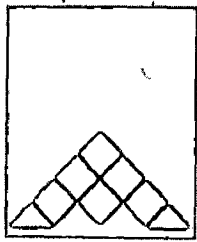
- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

**ROSS SECURITIES CORPORATION**  
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Ad3ptus

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## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Shareholders  
of Ross Securities Corporation

We have audited the accompanying statement of financial condition of Ross Securities Corporation (a New York corporation), as of December 31, 2016, and the related statements of operations, changes in shareholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of Ross Securities Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Ross Securities Corporation as of December 31, 2016, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The computation of net capital has been subjected to audit procedures performed in conjunction with the audit of Ross Securities Corporation's financial statements. The supplemental information is the responsibility of Ross Securities Corporation's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with 17 C.F.R. 240.17a-5. In our opinion, the computation of net capital is fairly stated, in all material respects, in relation to the financial statements as a whole.

New York, New York  
February 21, 2017

### Offices:

Maryland  
New York City  
Long Island  
New Jersey

**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**Statement of Financial Condition**

**ASSETS**

Cash	\$ 26,786
Prepaid expense	<u>2,969</u>

<b>TOTAL ASSETS</b>	<b><u>\$ 29,755</u></b>
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**LIABILITIES AND SHAREHOLDERS' EQUITY**

**Liabilities**

Accounts payable	\$ 8,663
Accrued expenses	<u>5,000</u>

<b>Total Liabilities</b>	<b><u>13,663</u></b>
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**Shareholders' Equity**

Common stock - 1,000 shares authorized, 100 shares issued and outstanding	15,700
Additional paid-in capital	65,945
Accumulated deficit	<u>(65,553)</u>

<b>Total Shareholders' Equity</b>	<b><u>16,092</u></b>
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<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b><u>\$ 29,755</u></b>
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**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**Operations**

**Revenue**

Commissions revenue	\$ 48,279
Private placement revenue	<u>20,000</u>
Total revenue	<u>68,279</u>

**Expenses**

Salaries	49,223
Private placement commission	18,000
Dues and licenses	6,889
Rent	12,103
Professional services	23,400
General and administrative	<u>2,969</u>

Total expenses	<u>112,584</u>
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Net loss	<u>\$ (44,305)</u>
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**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

Equity					
	<u>Common Stock</u>		<u>Additional</u>		<u>Total</u>
	<u>Shares</u>	<u>Amount</u>	<u>Paid-in</u>	<u>Accumulated</u>	<u>Shareholders'</u>
			<u>Capital</u>	<u>Deficit</u>	<u>Equity</u>
<b>Balances, December 31, 2015</b>	100	\$ 15,700	\$ 24,700	\$ (21,248)	\$ 19,152
Capital contributions - cash	-	-	27,500	-	27,500
Capital contribution - non cash conversion of debt from Parent to equity	-	-	13,745	-	13,745
Net loss	-	-	-	(44,305)	(44,305)
<b>Balances, December 31, 2016</b>	<u>100</u>	<u>\$ 15,700</u>	<u>\$ 65,945</u>	<u>\$ (65,553)</u>	<u>\$ 16,092</u>

**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**Statement of Cash Flows**

Cash flows from operating activities:	
Net loss	\$ (44,305)
Adjustments to reconcile net income to net cash	
used in operating activities:	
Net change in operating assets and liabilities:	
Decrease in prepaid expense	1,688
Increase in accounts payable	<u>16,779</u>
Net cash used in operating activities	<u>(25,838)</u>
Cash flows from investing activities:	
Capital contributions	<u>27,500</u>
Net increase in cash	1,662
Cash, beginning of year	<u>25,124</u>
Cash, end of year	<u><u>\$ 26,786</u></u>
SUPPLEMENTAL SCHEDULE OF NON-CASH FINANCING ACTIVITY:	
Conversion of debt from Parent to equity	<u>\$ 13,745</u>



**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
December 31, 2016

**Net Capital**

Credit:		
Shareholders' Equity		<u>\$ 16,092</u>
Debits:		
Nonallowable assets:		
Prepaid expense		<u>2,969</u>
Total debits		<u>2,969</u>
Net capital before haircuts		13,123
Haircuts on securities positions		<u>-</u>
Net Capital		13,123
Minimum requirements of 6-2/3% of aggregate indebtedness of \$13,663 or SEC requirement of \$5,000, whichever is greater		<u>5,000</u>
Excess net capital		<u>\$ 8,123</u>
Aggregate Indebtedness:		
Accounts payable		\$ 8,663
Accrued expenses		<u>5,000</u>
Total aggregate indebtedness		<u>\$ 13,663</u>
Ratio of Aggregate Indebtedness to Net Capital		<u>1.04 to 1</u>

NOTE: There are no material differences between the above computation of net capital and the corresponding computation as submitted by the Company with the unaudited Form X-17A-5 as of December 31, 2016.

**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**Note 1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES**

**(a) ORGANIZATION**

Ross Securities Corporation (the "Company") was incorporated on September 11, 2000 in the state of New York and operates as a limited broker-dealer registered with the Securities and Exchange Commission and is a member of the Financial Industry Regulatory, Inc. ("FINRA"). The Company is privately owned and engages in the business of selling variable life insurance policies, variable annuities and private placements.

The Company operates completely pursuant to the exempted provisions of SEC Rule 15c3-3 of the Securities and Exchange Commission. The Company does not receive, hold or owe customer funds or securities or carry customer accounts or trade securities other than on an agency or riskless principal basis. The Company earns its commissions directly from insurance carriers. Additionally, the Company is exempt from membership in the Securities Investor Protection Corporation under section 78ccc(a)(2)(A)(ii) of the Securities Investor Protection Act of 1970 since its business consists exclusively of the sale of variable products and private placements.

**(b) ACCOUNTING BASIS**

The financial statements of the Company have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

**(c) USE OF ESTIMATES**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**(d) CASH AND CASH EQUIVALENTS**

The Company considers all highly liquid debt instruments with a maturity of three months or less at time of purchase to be cash equivalents.

**(e) INCOME TAXES**

A deferred tax asset has not been recorded for the benefit of the Company's operating loss since management is not able to conclude that it is more likely than not to be ultimately realized. The Company follows required accounting guidance for uncertainty in income taxes. The Company evaluates its tax positions on an ongoing basis, and if considered necessary, establishes liabilities for uncertain tax positions that may be challenged by tax authorities. The Company files tax returns in the U.S. Federal jurisdiction and applicable states. The Company has no open years prior to 2013 and believes that its underlying tax positions are fully supportable at both the Federal and State levels.

**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

**(f) REVENUE RECOGNITION**

The Company records commission income when annual premiums are received by the insurance carriers and the commissions are paid to the Company.

Private placement revenue is recorded when the transaction is complete and the revenue is earned. The corresponding private placement expense is recorded at the same time as the related revenue.

**(g) SUBSEQUENT EVENTS**

For the year ended December 31, 2016, the Company has evaluated subsequent events for potential recognition or disclosure through February 21, 2017, the date the financial statements were available for issuance.

**Note 2. NET CAPITAL AND MINIMUM CAPITAL REQUIREMENTS**

Pursuant to the net capital provisions of Rule 15c3-1 of the Securities Exchange Act of 1934, the Company is required to maintain a minimum net capital, as defined under such provisions. At December 31, 2016, the Company had net capital and net capital requirements of \$13,123 and \$5,000, respectively. According to Rule 15c3-1, the Company's net capital ratio shall not exceed 15 to 1. As of December 31, 2016, the Company's net capital ratio was 1.04 to 1.

**Note 3. CONCENTRATION OF RISK**

The Company maintains its cash at a reputable financial institution, which at times may exceed federally insured limits. The Company has not experienced any loss in these accounts and does not believe it is exposed to any significant credit risk on cash.

**Note 4. COMMITMENTS AND CONTINGENCIES**

The Company has an expense sharing arrangement with an affiliated company. Operating expenses are allocated to the Company on a monthly basis and are calculated on usage.

In addition, the Company could become involved in legal claims arising in the ordinary course of its activities. In the opinion of management, the outcome of any legal proceedings would be covered by the Company's insurance policies, subject to normal deductibles, and accordingly, would not have a material effect on the Company's financial position or results of operations.

**Note 5. FAIR VALUE MEASUREMENTS**

The Company has adopted disclosure requirements for Fair Value Measurements which applies to all assets and liabilities that are being measured and reported on a fair value basis. Fair Value Measurements requires disclosures that establish a framework for measuring the value in accounting principles generally accepted in the United States of America, and expands disclosure about fair value measurements. This measurement enables the reader of the financial statements to assess inputs used to develop those measurements by establishing a hierarchy for ranking the quality and

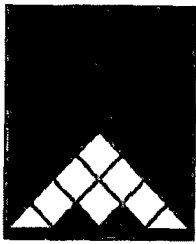
**ROSS SECURITIES CORPORATION**  
**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2016**

reliability of the information used to determine fair values. Fair Value Measurements requires that assets and liabilities carried at fair value be classified and disclosed in one of the following three categories:

- Level 1: Quoted market prices in active markets for identical assets and liabilities.
- Level 2: Observable market based inputs or unobservable inputs that are corroborated by market data.
- Level 3: Unobservable inputs that are not corroborated by market data.

The Company's financial instruments, including cash, prepaid expenses, accounts payable, and accrued expenses are carried at amounts that approximate fair value due to their short-term nature.

## **SUPPLEMENTARY INFORMATION**



Adeptus

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New York, NY 10017  
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www.AdeptusCPAs.com

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Shareholders  
of Ross Securities Corporation

We have reviewed management's statements, included in the accompanying Exemption Report, in which (1) Ross Securities Corporation identified the following provisions of 17 C.F.R. §15c3-3(k) under which the Company claimed an exemption from 17 C.F.R. §240.15c3-3: (k)(2)(ii) (the "exemption provisions") and (2) Ross Securities Corporation stated that it met the identified exemption provisions throughout the most recent fiscal year without exception. Ross Securities Corporation's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about Ross Securities Corporation's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

New York, New York  
February 21, 2017

### Offices:

Maryland  
New York City  
Long Island  
New Jersey



Ad3ptus

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON  
APPLYING AGREED-UPON PROCEDURES

To the Board of Directors and Shareholders  
of Ross Securities Corporation

In accordance with Rule 17a-5(e)(4) of the Securities and Exchange Act of 1934 and the SIPC Series 600 Rules, we have performed the following procedure with respect to the Certification of Exclusion from Membership (Form SIPC-3) of Ross Securities Corporation for the year ended December 31, 2016 and filed with the Securities Investor Protection Corporation (SIPC) on September 23, 2016, which was agreed to by Ross Securities Corporation and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the Public Company Accounting Oversight Board (United States). The sufficiency of this procedure is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedure described below either for the purpose for which this report has been requested or for any other purpose. The procedure we performed is as follows:

We compared the net loss reported in the audited Form X-17A-5 for the year ended December 31, 2016, to ascertain that the Certification of Exclusion from Membership (Form SIPC-3) was consistent with the net loss reported.

Because the above procedure does not constitute an audit conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States), we do not express an opinion on the above procedure. In connection with the procedure referred to above, no matters came to our attention that caused us to believe that the net loss reported on the audited Form X-17A-5 for the year ended December 31, 2016 was not consistent with the net loss reported on the Form SIPC-3 referred to above. Our procedure was performed solely to assist you in complying with the Rule 17a-5(e)(4) and the SIPC Series 600 Rules, and our report is not to be used for any other purpose. This report relates solely to the procedure referred to above and does not extend to any financial statements of Ross Securities Corporation taken as a whole.

New York, New York  
February 21, 2017

Offices:

Maryland  
New York City  
Long Island  
New Jersey

# Ross Securities Corporation

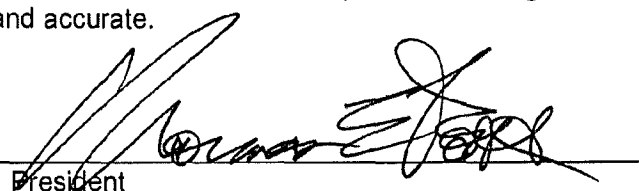
424 Madison Avenue  
14<sup>th</sup> Floor  
New York, New York 10017  
Tel 212 582 2524  
Fax 212 315 4274

## STATEMENT OF EXEMPTION FROM SEC RULE 15c3-3(k)(1)

Ross Securities Corporation, (the "Company") is a registered broker-dealer subject to Rule 17a-5 promulgated by the Securities and Exchange Commission (17 C.F.R §240.17a-5, "Reports to be made by certain broker and dealers"). This Exemption Report was prepared as required by 17 C.F.R §240.17a-5(d)(1) and (4). To the best of its knowledge and belief, the Company states the following:

- (1) The Company may file an Exemption Report because the Company had no obligation under 17 C.F.R §240.15c3-3(k)(1).
- (2) The Company had no obligations under 17 C.F.R §240.15c3-3(k)(1) throughout the most recent fiscal year without exception.

I, Norman Ross, affirm that, to my best knowledge and belief, this Exemption Report is true and accurate.

By:   
Title: President

February 27, 2017

cc: William Steinberg, Compliance Officer  
Adeptus Partners, LLC  
Randy Stouber, FinOp

*Member FINRA*